

Hendersonville Community Co-op Board of Directors Meeting

60 South Charleston Lane, Hendersonville, NC

April 27, 2021, 6:07pm (via Zoom)

Board Present: M.C. Gaylord, Andrea Larsen, Michelle Miller, Angela Prodrick, Trey Singleton

Board Absent: Launa Tierney **Staff Present:** Damian Tody **Others Present:** Liz Malloy, Board AA

Approval of Agenda – The Board was **in consensus** to approve the Meeting Agenda as edited to defer review of Recruitment Flyer to a later date.

Consent Agenda – The Board was **in consensus** to approve the March 2021 Board Meeting Minutes as edited to include Executive Session and Board Meeting adjournment times.

GM Report

- GM Damian Tody reviewed the Operations Report and financials.
- Working on the March inventory and expect a full schedule of financials soon.
- Sunflower Kitchen, the café collaboration with Okalahawa Brewery is close to an opening date. Dedicated co-op staff will work at the brewery. The Board will tour the operation following the May Board Meeting.
- Blue Ridge Community College Café update - waiting on final lease offer paperwork. A July start date is possible.

Policy Governance Monitoring

- BGM1: Global Governance – GM Linkage: **In compliance**. No revisions needed.
- BGM2: Unity of Control: **In compliance**. No revisions needed.
- BGM3: Accountability of the GM: **In compliance**. No revisions needed.
- BGM4: Delegation to the GM: **In compliance**. No revisions needed.

Governance

- Decision of Emergency Share Redemption – President Angela Prodrick reports that via email, on April 6, 2021, the Board was **in consensus** to grant a Preferred Share Emergency Redemption Request made by a shareholder.
- Code of Conduct – the Board was **in consensus** to sign the current version of the Code of Conduct and send to Administrative Assistant Liz Malloy for recordkeeping.
- Discussion on Committees Going Forward – the Board was **in consensus** to deactivate the board committees and move to taskforces, each headed by a board leader. Board Operations will continue to operate as a committee under the approved charter.
- 2021 Board Recruitment – Michelle Miller agreed to lead board recruitment. The Board discussed the election cycle and open slots. Liz, following a review of terms, will confirm that there are five board slots for election in 2021: two, 2- year terms and three, 3- year terms. Angela asked for board directors to forward potential names to her and to Michelle. A revised recruitment flyer will be brought to the Board.

Review of Decisions

- Discussion of the Board Recruitment Flyer revision was deferred to future meeting.
- In consensus to grant a Preferred Share Emergency Redemption Request (April Executive Committee decision).
- A Code of Conduct should be signed by each board director and returned to Liz.
- All board policies were in compliance and no revisions are needed.
- In consensus to deactivate the board committees (exception Board Operations) and move to taskforces.
- Michelle Miller will lead the Board Recruitment Taskforce and M.C. Gaylord will lead the Annual Harvest Celebration Taskforce.

The meeting adjourned at **6:59pm**.

Respectfully submitted by E. Malloy, 05.11.21. Board approved May 25, 2021.